

APR 18 '11 -1 51 PM

SURFACE TRANSPORTATION BOARD

FIRST UNION RAIL

One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018-4214

VIA UPS 2nd DAY AIR

April 13, 2011

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W., Suite 100
Washington, DC 20423-0001
Attn: Recordation of Railroad Equipment

Re: Memorandum of Lease Agreement

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and one (1) copy of a Memorandum of Lease Agreement dated April 4, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Lease Agreement which was duly filed with the Surface Transportation Board under Recordation Number 23708.

The names and addresses of the parties to the enclosed document are:

Lessor: First Union Rail Corporation
One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018

Lessee: Lhoist North America, Inc.
3700 Hulen Street
Fort Worth, TX 76107

A description of the railroad equipment covered by the enclosed document is for eighty six (86) hopper cars having FURX and NDYX marks (see Exhibit A for car numbers).

A short summary of the document to appear in the index follows: Memorandum of Lease

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,



Marcia Dunne
Senior Documentation Specialist

Enclosures

(LHINO003)

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ASSGN. NO.: LHNO003

MEMORANDUM OF LEASE

JULIA M. TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 4th day of April, 2011 by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Lhoist North America, Inc., a Nevada corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement, dated as of July 20, 2001, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 9 to the Lease (the "Rider") as described in more particular on Exhibit A attached hereto, effective as of April 1, 2011, and subject to the terms, conditions and provisions of the above mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

ATTEST:

By: Richard F. Seymour
Name: _____
Title: VICE PRESIDENT

By: Susan Grokulska
Name: SUSAN GROKULSKA
Title: ASSISTANT DIRECTOR
OF DOCUMENTATION
[CORPORATE SEAL]

Executed on this 4th day of April, 2011

STATE OF ILLINOIS
COUNTY OF COOK

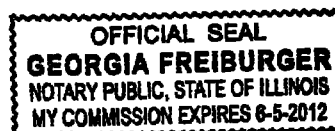
I, GEORGIA FREIBURGER, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 4th day of April, 2011

Georgia Freiburger
Notary Public

My Commission Expires:

6-2012
(Notary Public)



LESSEE:

LHOIST NORTH AMERICA, INC.

ATTEST:

By: [Signature]
Name: Arnette Jones
Title: Gen Analyst

By: [Signature]
Name: Ludwig de Mot
Title: CEO

Executed on this 30 day of March 2011

[CORPORATE SEAL]

STATE OF TEXAS

COUNTY OF TARRANT

I, KATHLEEN M. READE, a Notary Public of the County and State aforesaid, certify that Ludwig de Mot personally appeared before me this day and acknowledged his/~~her~~ due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 30 day of March 2011

My Commission Expires:

6/17/2012
(Notary Public)



Kathleen M. Reade
Notary Public

EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS: Eighty-six (86)

DESCRIPTION OF CARS: 4750 cu. ft., Covered Hopper Cars with trough hatch covers and outlet gates.
286,000 lbs. gross weight on rail

CAR NUMBERS:

FURX 839342	NDYX 475128	NDYX 475409	NDYX 475452
FURX 839350	NDYX 475129	NDYX 475412	NDYX 475454
FURX 839359	NDYX 475232	NDYX 475413	NDYX 475455
FURX 839375	NDYX 475245	NDYX 475416	NDYX 475459
NDYX 475050	NDYX 475380	NDYX 475417	NDYX 475460
NDYX 475051	NDYX 475381	NDYX 475419	NDYX 475461
NDYX 475055	NDYX 475383	NDYX 475423	NDYX 475463
NDYX 475067	NDYX 475384	NDYX 475424	NDYX 475464
NDYX 475078	NDYX 475386	NDYX 475425	NDYX 475465
NDYX 475079	NDYX 475387	NDYX 475428	NDYX 475466
NDYX 475084	NDYX 475388	NDYX 475429	NDYX 475469
NDYX 475087	NDYX 475389	NDYX 475432	NDYX 475474
NDYX 475090	NDYX 475390	NDYX 475433	NDYX 475481
NDYX 475098	NDYX 475391	NDYX 475434	NDYX 475482
NDYX 475099	NDYX 475395	NDYX 475435	NDYX 475483
NDYX 475103	NDYX 475399	NDYX 475439	NDYX 475484
NDYX 475104	NDYX 475401	NDYX 475441	NDYX 475491
NDYX 475106	NDYX 475403	NDYX 475442	NDYX 475493
NDYX 475108	NDYX 475404	NDYX 475445	NDYX 475494
NDYX 475109	NDYX 475406	NDYX 475446	NDYX 475498
NDYX 475120	NDYX 475407	NDYX 475447	Count: 86
NDYX 475126	NDYX 475408	NDYX 475448	